

B 210A (Form 210A) (12/09)

UNITED STATES BANKRUPTCY COURT
Southern District Of New York

In re Lehman Brothers Holdings Inc., et. al.,

Case No. 08-13555(JMP)
(Jointly Administered)

PARTIAL TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the partial transfer, other than for security, of the claim referenced in this evidence and notice.

Name of Transferee
Anchorage Capital Master Offshore, Ltd

Name of Transferor
Goldman Sachs Lending Partners LLC

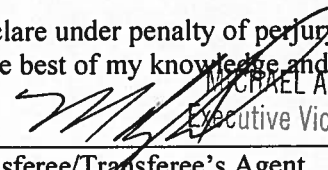
Name and Address where notices to
transferee should be sent:

Court Claim # (if known): 17247
Claim Amount: \$580,000,000.00
Transferred Amount: \$75,000,000.00
Date Claim Filed: 9/18/09
Debtor against claim filed: Lehman Brothers
Holdings Inc.

Anchorage Capital Master Offshore, Ltd
c/o Anchorage Capital Group, L.L.C.
610 Broadway, 6th Floor
New York, NY 10012
Attention: Susan Moriello
Phone No.: 212-358-4247
Email: smoriello@anchoragecap.com

With a copy to:
Robert Scheininger
Sidley Austin LLP
787 Seventh Avenue
New York, NY 10019

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By:  MICHAEL AGLIANO
Executive Vice President

Date: 12/13/11

Transferee/Transferee's Agent

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF PARTIAL TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **Goldman Sachs Lending Partners LLC** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Anchorage Capital Master Offshore, Ltd.** (the "Assignee") an undivided 15% portion (*i.e.*, **\$75,000,000.00 of the settled amount**) of the settled amount described below) (the "Assigned Claim") of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, its claim (as such term is defined in Section 101(5) of the U.S. Bankruptcy Code), reflected in proof of Claim No. 17247 filed by Assignor or its predecessor-in-interest with the Bankruptcy Court as settled and allowed in the amount of \$580,000,000.00 by Bankruptcy Court Order dated November 18, 2011, against **Lehman Brothers Holdings Inc.** (the "Debtor"), the debtor in Case No. **08-13555 (JMP)** ("Case") pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court").

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing Assigned Claim, recognizing Assignee as the sole owner and holder of the Assigned Claim, and directing that all payments or distributions of money or property in respect of the Assigned Claim be delivered or made to the Assignee.

IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed
this December 7, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC ✓

By: 
Name: _____
Title: _____
Ivan Anderson
Authorized Signatory

ANCHORAGE CAPITAL MASTER OFFSHORE, LTD. ✓

By: _____
Name: _____
Title: _____

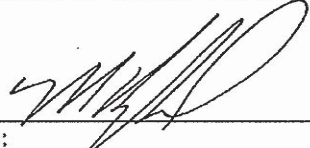
IN WITNESS WHEREOF, this EVIDENCE OF TRANSFER OF CLAIM is executed
this December 7, 2011.

GOLDMAN SACHS LENDING PARTNERS LLC

By: _____
Name:
Title:

ANCHORAGE CAPITAL MASTER OFFSHORE, LTD.

BY: ANCHORAGE CAPITAL GROUP, L.L.C.
ITS INVESTMENT MANAGER

By:  _____
Name:
Title: MICHAEL AGLIALORO
Executive Vice President